

EXHIBIT B – Part 2

Monthly Fee Application for the Period from:
February 1, 2012 – February 29, 2012

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
)	
	)	Case No. 01-01139 (JKF)
W.R. GRACE & CO., <u>et al.</u>,	)	(Jointly Administered)
)	
Debtors.	)	Objection Deadline:
	)	April 17, 2012 at 4:00 p.m.
	)	Hearing date: To be scheduled only if objections
	)	are timely filed and served.

NOTICE OF FILING OF MONTHLY FEE APPLICATION

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lenders (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP ("Stroock"), counsel to the Official Committee of Unsecured Creditors (the "Committee") of the above captioned debtor and debtors in possession in the above-captioned chapter 11 cases, filed and served the One Hundred and Thirty-First Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period February 1, 2012 through February 29, 2012, seeking compensation in the amount of \$62,628.00 and reimbursement for actual and necessary expenses in the amount of \$220.71.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **April 17, 2012 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Adam Paul,

Date Filed: 3/28/2012
Docket No: 28732

Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (fax number 312-862-2200), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Roger J. Higgins, Esquire, Baer Higgins Fruchtman LLC, 111 East Wacker Drive, Suite 2800, Chicago, IL 60601 (Fax number 312-577-0737); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1659 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, 800 N. King Street, Suite 300, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000),

and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi Ruhlander, Esquire, Warren H. Smith and Associates, P.C., Republic Center, 325 N. St. Paul, Suite 1250, Dallas, TX 75201 (Fax number 214-722-0081).

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Dated: March 28, 2012
Wilmington, Delaware

RESPECTFULLY SUBMITTED,

/s/ Michael R. Lastowski

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Co-Counsel for the Official Committee of
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
)	
W.R. GRACE & CO., <u>et al.</u>,	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
)	
Debtors.	)	Objection Deadline:
	)	April 17, 2012 at 4:00 p.m.
	)	Hearing date: To be scheduled only if objections
	)	are timely filed and served.

**ONE HUNDRED AND THIRTY-FIRST MONTHLY FEE APPLICATION OF
STROOCK & STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM FEBRUARY 1, 2012 THROUGH FEBRUARY 29, 2012**

Name of Applicant	Stroock & Stroock & Lavan LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	April 12, 2001
Period for which compensation and reimbursement is sought	February 1, 2012 – February 29, 2012
Amount of Compensation sought as actual, reasonable and necessary:	\$62,628.00 (80%: \$50,102.40)
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$220.71
This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application	

Attachment A**Monthly Interim Fee Applications**

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13
October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40
October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21 (Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18
November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 – 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 – 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 – 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 – 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 – 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 30, 2006 D.I. 13117	7/1/2006 – 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 – 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 – 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 – 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 – 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 – 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80
April 10, 2007 D.I. 15132	2/1/2007 – 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30/2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 - 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/07	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 - 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 - 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95
August 4, 2008 D.I. 19224	6/1/2008 - 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 - 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 – 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 – 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 – 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
December 30, 2008 D.I. 20384 & 20385	11/1/08 – 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 – 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 – 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44
March 30, 2009 D.I. 21152	2/1/09 – 2/28/09	\$141,569.00	\$1,627.89 (Stroock)	\$113,255.20	\$1,627.89
April 29, 2009 D.I. 21475	3/1/09 – 3/31/09	\$181,006.75	\$3,270.02 (Stroock)	\$144,805.40	\$3,270.02
May 29, 2009 D.I. 21910	4/1/09 – 4/30/09	\$187,588.50	\$1,545.41 (Stroock)	\$150,070.80	\$1,545.41
July 1, 2009 D.I. 22310	5/1/09 – 5/31/09	\$227,989.00	\$9,428.79 (Stroock)	\$182,391.20	\$9,428.79
August 6, 2009 D.I. 22709	6/1/09 – 6/30/09	\$238,611.25	\$5,960.91 (Stroock)	\$190,889.00	\$5,960.91
September 25, 2009 D.I. 23338	7/1/09 – 7/31/09	\$294,766.50	\$17,306.20 (Stroock)	\$235,813.20	\$17,306.20
October 5, 2009 D.I. 23422	8/1/09 – 8/31/09	\$299,544.25	\$7,237.57 (Stroock) \$2,812.50 (Navigant)	\$239,635.40	\$10,050.07
November 13, 2009 D.I. 23759	9/1/09 – 9/30/09	\$349,937.50	\$20,164.05 (Stroock)	\$279,950.00	\$20,164.05
December 1, 2009 D.I. 23897	10/1/09 – 10/31/09	\$281,050.75	\$12,457.25 (Stroock)	\$224,840.60	\$12,457.25
December 30, 2009 D.I. 24087	11/1/09 – 11/30/09	\$219,347.00	\$10,084.80 (Stroock)	\$175,477.60	\$10,084.80
January 29, 2010 D.I. 24211	12/1/09 – 12/31/09	\$117,137.00	\$3,532.36 (Stroock)	\$93,709.60	\$3,532.36

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
March 1, 2010 D.I. 24376	1/1/2010 – 1/31/2010	\$193,442.75	\$3,163.37 (Stroock)	\$154,754.20	\$3,163.37
March 30, 2010 D.I. 24537	2/1/2010 – 2/28/2010	\$56,435.50	\$1,668.29 (Stroock)	\$45,148.40	\$1,668.29
April 28, 2010 D.I. 24687	3/1/2010 – 3/31/2010	\$42,209.00	\$636.63 (Stroock)	\$33,767.20	\$636.63
May 28, 2010 D.I. 24859	4/1/2010 – 4/30/2010	\$44,465.00	\$265.51 (Stroock)	\$35,572.00	\$265.51
June 28, 2010 D.I. 24993	5/1/2010 – 5/31/2010	\$36,946.50	\$770.90 (Stroock)	\$29,557.20	\$770.90
July 28, 2010 D.I. 25130	6/1/2010 – 6/30/2010	\$52,374.50	\$93.68 (Stroock)	\$41,899.60	\$93.68
August 30, 2010 D.I. 25286	7/1/2010 – 7/31/2010	\$20,240.00	\$141.30 (Stroock)	\$16,192.00	\$141.30
September 28, 2010 D.I. 25488	8/1/2010 – 8/31/2010	\$23,595.50	\$157.91 (Stroock)	\$18,876.40	\$157.91
October 28, 2010 D.I. 25660	9/1/2010 – 9/30/2010	\$25,244.50	\$328.75 (Stroock)	\$20,195.60	\$328.75
November 29, 2010 D.I. 25812	10/1/2010 – 10/31/10	\$17,677.50	\$90.00 (Stroock)	\$14,142.00	\$90.00
December 28, 2010 D.I. 25963	11/1/2010 – 11/30/2010	\$45,417.00	\$307.06 (Stroock)	\$36,333.60	\$307.06
January 28, 2011 D.I. 26140	12/1/2011 – 12/31/2011	\$78,046.75	\$2,238.40 (Stroock)	\$62,437.40	\$2,238.40
February 28, 2011 D.I. 26435	1/1/2011 – 1/31/2011	\$37,267.00	\$193.84 (Stroock)	\$29,813.60	\$193.84
March 28, 2011 D.I. 26651	2/1/2011 – 2/28/2011	\$145,264.75	\$3,264.42 (Stroock)	\$116,211.80	\$3,264.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
April 28, 2011 D.I. 26834	3/1/2011 – 3/31/2011	\$95,649.00	\$1,447.38 (Stroock)	\$76,519.20	\$1,447.38
May 31, 2011 D.I. 27012	4/1/2011 – 4/30/2011	\$137,671.50	\$1,005.62 (Stroock)	\$110,137.20	\$1,005.62
June 28, 2011 D.I. 27166	5/1/2011 – 5/31/2011	\$67,451.50	\$1,350.50 (Stroock)	\$53,961.20	\$1,350.50
July 28, 2011 D.I. 27326	6/1/2011 – 6/30/2011	\$183,497.75	\$1,903.63 (Stroock)	\$146,798.20	\$1,903.63
August 30, 2011 D.I. 27526	7/1/2011 – 7/31/2011	\$63,076.00	\$1,373.39 (Stroock)	\$50,460.80	\$1,373.39
September 28, 2011 D.I. 27675	8/1/2011 – 8/31/2011	\$56,731.00	\$1,133.86 (Stroock)	\$45,384.80	\$1,133.86
October 28, 2011 D.I. 27847	9/1/2011 – 9/30/2011	\$68,727.00	\$1,025.63 (Stroock)	\$54,981.60	\$1,025.63
December 1, 2011 D.I. 28060	10/1/2011 – 10/31/2011	\$55,335.00	\$348.59 (Stroock)	\$44,268.00	\$348.59
December 28, 2011 D.I. 28281	11/1/2011 – 11/30/2011	\$29,136.00	\$416.68 (Stroock)	\$23,308.80	\$416.68
February 3, 2012 D.I. 28463	12/1/2011 – 12/31/2011	\$8,012.50	\$52.22 (Stroock)	\$6,410.00	\$52.22
February 28, 2012 D.I. 28595	1/1/2012 – 1/31/2012	\$31,694.50	\$379.41 (Stroock)	\$25,355.60	\$379.41

WR GRACE & CO
ATTACHMENT B
FEBRUARY 1, 2012 - FEBRUARY 29, 2012

	Hours	Rate	Amount	No. of Years in Position
Partners				
Kruger, Lewis	5.0	\$1,025	\$ 5,125.00	42
Pasquale, Kenneth	11.4	920	10,488.00	21
Associates				
Krieger, Arlene G.	57.7	725	41,832.50	27
Paraprofessionals				
Magzamen, Michael	0.3	335	100.50	9
Mohamed, David	24.2	210	5,082.00	22
Total	98.6		\$ 62,628.00	

EXHIBIT A

WR GRACE & CO
COMPENSATION BY PROJECT CATEGORY
FEBRUARY 1, 2012 - FEBRUARY 29, 2012

Matter Code	Project Category	Hours	Amount
0013	Business Operations	1.4	\$ 1,015.00
0014	Case Administration	12.4	2,861.50
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	1.3	1,002.50
0017	Committee, Creditors', Noteholders', or Equity Holders'	32.5	24,839.00
0018	Fee Application, Applicant	9.5	2,599.00
0019	Creditor Inquiries	7.4	6,334.00
0020	Fee Application, Others	4.7	1,244.50
0021	Employee Benefits, Pension	2.1	1,522.50
0022	Environmental Matters/Regulations/Litigation	10.5	7,612.50
0036	Plan and Disclosure Statement	15.7	12,800.00
0037	Hearings	1.0	725.00
0041	Relief from Stay Proceedings	0.1	72.50
	Total	98.6	\$ 62,628.00

STROOCK

INVOICE

DATE	March 8, 2012
INVOICE NO.	558954
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through February 29, 2012, including:

RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
02/06/2012	Attend replay of 2/1/12 4th quarter investor call.	Krieger, A.	0.9
02/08/2012	Attend to draft memoranda re: ART JT Venture and telephone conference Capstone re: same.	Krieger, A.	0.3
02/09/2012	Review revised ART JT Venture memorandum for the Committee and telephone conference Capstone re: same.	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.4	\$ 725	\$ 1,015.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 1,015.00	
TOTAL FOR THIS MATTER		\$ 1,015.00	

STROOCK

RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	O/c DM re: closure of docket re: confirmation decision.	Krieger, A.	0.1
02/01/2012	Review case file documents.	Mohamed, D.	1.3
02/02/2012	Memoranda with DM re: fee application.	Krieger, A.	0.1
02/02/2012	Obtain and circulate recently docketed pleadings in main case.	Mohamed, D.	0.4
02/03/2012	Obtain and circulate recently docketed pleading in main case.	Mohamed, D.	0.2
02/09/2012	Obtain and circulate recently docketed pleadings in main case.	Mohamed, D.	0.5
02/10/2012	Obtain and circulate recently docketed pleadings in main case (.7); obtain documents for attorney review (.4).	Mohamed, D.	1.1
02/13/2012	Obtain and circulate recently docketed pleading in main case (.2); obtain recent pleadings re: appeals case docket no. 11-199 for attorney review (.5).	Mohamed, D.	0.7
02/14/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.4).	Mohamed, D.	0.7
02/15/2012	Obtain recent pleading re: appeals case no. 11-199 for attorney review.	Mohamed, D.	0.2
02/16/2012	Obtain and circulate recently docketed pleadings in main case (.4); obtain recent pleading re: appeals case no. 11-199 for attorney review (.2).	Mohamed, D.	0.6
02/21/2012	O/c DM re: 2/27/12 hearing.	Krieger, A.	0.1
02/21/2012	Obtain and circulate recently docketed	Mohamed, D.	1.3

STROOCK

DATE	DESCRIPTION	NAME	HOURS
	pleadings in main case (1.1); schedule A. Krieger to appear telephonically at 2/27/12 hearing (.1); monitor appeals case docket no. 11-199 (.1).		
02/22/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.3).	Mohamed, D.	0.6
02/23/2012	Obtain and circulate recently docketed pleadings in main case (.3); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.2).	Mohamed, D.	0.5
02/24/2012	Obtain recent pleading re: appeals case no. 11-199 for attorney review (.2); obtain case documents for attorney review (.5).	Mohamed, D.	0.7
02/27/2012	Obtain and circulate recently docketed pleadings in main case (.5); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.3); review case file documents (.4).	Mohamed, D.	1.2
02/28/2012	Obtain and circulate recently docketed pleadings in main case (.4); obtain recent pleadings re: appeals case no. 11-199 for attorney review (.3).	Mohamed, D.	0.7
02/29/2012	Memoranda with DM, MM re: claims agent inquiry.	Krieger, A.	0.2
02/29/2012	Obtain and circulate recently docketed pleading in main case (.2); obtain recent pleadings re: appeals case docket nos. 11-199 and 12-1402 for attorney review (.6); research and obtain documents for attorney review (.4).	Mohamed, D.	1.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.5	\$ 725	\$ 362.50
Mohamed, David	11.9	210	2,499.00

STROOCK

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,861.50
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TOTAL FOR THIS MATTER	\$ 2,861.50
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STROOCK

RE	Claims Analysis/Objections/Administration (Non-Asbestos) 699843 0015
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DATE	DESCRIPTION	NAME	HOURS
02/14/2012	Attend to Grace's supplemental objection to NY Hillside claim.	Krieger, A.	0.1
02/27/2012	Review memo for Committee re: Hillside claim and confirmation status.	Kruger, L.	0.2
02/29/2012	Attend to proposed settlement of the claims of NY State Department of Finance and memorandum to the Committee regarding same.	Krieger, A.	1.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.1	\$ 725	\$ 797.50
Kruger, Lewis	0.2	1,025	205.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,002.50
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TOTAL FOR THIS MATTER	\$ 1,002.50
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STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders'
	699843 0017

DATE	DESCRIPTION	NAME	HOURS
02/01/2012	Preparation for Committee call re: District Court's confirmation opinion and exchanges with LK, KP re: same (1.2) conference call Committee re: confirmation decision (.5); follow up t/c Committee member re: decision and emergence issues (.3).	Krieger, A.	2.0
02/01/2012	Review confirmation decision and preparation for conference call with Committee re: decision, next steps and role of Committee (1.4); t/c with Committee re: District court confirmation decision and future timeline (.6).	Kruger, L.	2.0
02/01/2012	Prep for, including continue review/analysis of confirmation decision and conference call with Committee re: status.	Pasquale, K.	2.0
02/03/2012	Review POR term sheet.	Pasquale, K.	0.2
02/06/2012	Telephone conference B. Frezza re: effective date issues.	Pasquale, K.	0.2
02/07/2012	Review AK memo re: Grace settlements status.	Pasquale, K.	0.3
02/13/2012	Memorandum for the Committee re: Libby and related settlements.	Krieger, A.	2.4
02/14/2012	Committee memoranda re: Libby claimants and other plan objectors' settlements (1.4); attend to confirmation-related pleadings filed in District Court and memorandum to the Committee regarding same (3.4).	Krieger, A.	4.8
02/15/2012	Revise Committee memorandum to reflect Bank Lender Group appeal and other matters (1.1); memoranda with Committee member re: same (.1).	Krieger, A.	1.2
02/15/2012	Review memo to Committee re: Bank Lender Group Appeal and other matters.	Kruger, L.	0.2
02/16/2012	Further revised memorandum for the	Krieger, A.	0.6

STROOCK

DATE	DESCRIPTION	NAME	HOURS
	Committee.		
02/21/2012	Attend to Committee memorandum re: proposed settlement with US, Samson and NuStar.	Krieger, A.	6.2
02/22/2012	Preparation of memorandum for the Committee re: proposed Pipeline settlement with US, other parties.	Krieger, A.	3.8
02/23/2012	Memorandum to Committee re: amended notice of appeal (.1); attend to memorandum re: Otis Pipeline settlement (2.5).	Krieger, A.	2.6
02/24/2012	Finalize Committee memorandum re: proposed settlement with the United States and other parties.	Krieger, A.	1.0
02/24/2012	Review memo to Committee re: settlement of claim by United States, debtor, parties.	Kruger, L.	0.3
02/27/2012	Attend to Anderson Memorial motion extending time to file an appeal and draft memorandum re: 2/27/12 hearing and additional pleading filed by AMH.	Krieger, A.	0.6
02/28/2012	Review recent pleadings, District Court order and prepare memorandum for the Committee re: same.	Krieger, A.	1.4
02/29/2012	Memorandum to the Committee re: stay motion, appeal and other filings before the District Court, Third Circuit order.	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	27.3	\$ 725	\$ 19,792.50
Kruger, Lewis	2.5	1,025	2,562.50
Pasquale, Kenneth	2.7	920	2,484.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 24,839.00	
TOTAL FOR THIS MATTER		\$ 24,839.00	

STROOCK

RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	O/c DM re 43rd quarterly fee application.	Krieger, A.	0.1
02/01/2012	Review and revise draft of SSL's forty-third quarterly fee application for attorney review.	Mohamed, D.	1.1
02/03/2012	Review and revise January Grace bill.	Magzamen, M.	0.3
02/03/2012	Revise SSL's 129th monthly fee application and forward to local counsel for re-filing (.5); prepare and effectuate service re: same (.6).	Mohamed, D.	1.1
02/07/2012	Review revised fee and expense detail re: SSL's January 2012 bill.	Mohamed, D.	0.3
02/08/2012	Prepare draft of SSL's 130th monthly fee application for attorney review.	Mohamed, D.	0.7
02/14/2012	O/c DM re: quarterly fee application (.1); review and finalize 43rd quarterly fee application (.6).	Krieger, A.	0.7
02/15/2012	Revise SSL's 43rd quarterly fee application.	Mohamed, D.	0.5
02/16/2012	Finalize SSL's 43rd quarterly fee application for filing (.8); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.7).	Mohamed, D.	2.1
02/17/2012	Attend to 130th monthly fee statement (Jan 2012).	Krieger, A.	0.3
02/17/2012	Review and revise SSL's 130th monthly fee application.	Mohamed, D.	0.6
02/28/2012	Finalize SSL's 130th monthly fee application for filing (.6); prepare notice and CoS re: same and forward to local counsel for filing (.5); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.7

STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.1	\$ 725	\$ 797.50
Magzamen, Michael	0.3	335	100.50
Mohamed, David	8.1	210	1,701.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,599.00
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TOTAL FOR THIS MATTER	\$ 2,599.00
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STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	Attend to memorandum from creditor and memoranda with KP, LK re: same.	Krieger, A.	0.2
02/01/2012	E-mails with creditors re: settlement prospects.	Kruger, L.	0.3
02/01/2012	Telephone conference with creditors re: confirmation decision.	Pasquale, K.	0.6
02/02/2012	Telephone conference creditor re: confirmation decision.	Pasquale, K.	0.2
02/06/2012	Conference call bank lenders' counsel re: post-petition interest and follow-up'; office conference K. Pasquale re: same.	Krieger, A.	0.5
02/06/2012	Telephone conference A. Rosenberg re: status and PPI issues; conference call with AR, Capstone, AK re: same.	Pasquale, K.	0.8
02/08/2012	Telephone conference Creditor re: case status.	Krieger, A.	0.3
02/08/2012	T/c creditor re: status and timetable.	Kruger, L.	0.2
02/09/2012	Telephone conference trade creditor re: effective date.	Pasquale, K.	0.3
02/10/2012	Email with creditor re: case status.	Krieger, A.	0.6
02/10/2012	Telephone conference creditor re: plan status.	Pasquale, K.	0.3
02/14/2012	Telephone conference A. Rosenberg re: confirmation status.	Pasquale, K.	0.2
02/16/2012	Telephone conference lender and telephone conference creditor re: confirmation status.	Pasquale, K.	0.5
02/22/2012	T/c creditor re: status of appeals, claims allowance.	Krieger, A.	0.1
02/22/2012	Telephone conference creditor re: confirmation	Pasquale, K.	0.4

STROOCK

DATE	DESCRIPTION	NAME	HOURS
	status.		
02/23/2012	Respond to creditor inquiry re: bank lender group's appeal.	Krieger, A.	0.3
02/24/2012	Telephone conference A. Rosenberg re: status (.3); telephone conference creditor re: confirmation status (.3); review draft memo re: settlement (.3).	Pasquale, K.	0.9
02/29/2012	Memorandum to creditor re: Third Circuit appeal (.1); t/c and memoranda to creditor re: claims inquiry (.4); memorandum to Debtors' counsel re creditor inquiry on claims (.2).	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.7	\$ 725	\$ 1,957.50
Kruger, Lewis	0.5	1,025	512.50
Pasquale, Kenneth	4.2	920	3,864.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 6,334.00
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TOTAL FOR THIS MATTER	\$ 6,334.00
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STROOCK

RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
02/07/2012	Research re: query of Capstone's 31st quarterly fee application.	Mohamed, D.	0.2
02/09/2012	Finalize Capstone's 95th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local counsel for filing (.5); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.8
02/22/2012	Attend to fee applications, fee auditor's report on 43rd quarterly applications, certifications.	Krieger, A.	0.3
02/23/2012	Review and finalize Capstone's 32nd quarterly fee application for filing (.9); prepare notice and CoS re: same and forward to local counsel for filing (.7); prepare and effectuate service re: fee application (.6).	Mohamed, D.	2.2
02/29/2012	Attend to fee application of other professionals and related certifications, fee auditor pleadings.	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.5	\$ 725	\$ 362.50
Mohamed, David	4.2	210	882.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,244.50
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TOTAL FOR THIS MATTER	\$ 1,244.50
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STROOCK

RE	Employee Benefits, Pension 699843 0021
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DATE	DESCRIPTION	NAME	HOURS
02/02/2012	Review Capstone's draft memorandum for the Committee re pension motion contribution (1.4); t/c J. Dolan re Committee memorandum (.7).	Krieger, A.	2.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.1	\$ 725	\$ 1,522.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,522.50
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TOTAL FOR THIS MATTER	\$ 1,522.50
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STROOCK

RE	Environmental Matters/Regulations/Litigation 699843 0022
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DATE	DESCRIPTION	NAME	HOURS
02/15/2012	Attend to Debtors' motion seeking approval for the Otis Pipeline environmental claims settlement with the USA and other parties.	Krieger, A.	3.5
02/16/2012	Memorandum to Debtors' counsel re: Private Parties Agreement (.1); continue to review settlement pleadings and prepare information request for Debtors (2.6); memoranda with Debtors' counsel re: conference call to discuss settlement (.2).	Krieger, A.	2.9
02/17/2012	Conference call with Debtors' counsel re: Otis Pipeline Settlement and attend to notes thereon (1.3); preparation of Committee memorandum discussing proposed settlement (2.8).	Krieger, A.	4.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	10.5	\$ 725	\$ 7,612.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 7,612.50
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TOTAL FOR THIS MATTER	\$ 7,612.50
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STROOCK

RE	Expenses 699843 0024	
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 0.00
MATTER DISBURSEMENT SUMMARY		
Outside Messenger Service		\$ 193.64
Long Distance Telephone		25.07
Duplicating Costs-in House		2.00
TOTAL DISBURSEMENTS/CHARGES		\$ 220.71
TOTAL FOR THIS MATTER		\$ 220.71

STROOCK

RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
02/01/2012	Continue review of memorandum opinion (3.1); attend to consummation material and issues (.8).	Krieger, A.	3.9
02/01/2012	E-mails A. Krieger and K. Pasquale re: possible effective date.	Kruger, L.	0.2
02/06/2012	Attend to articles re: Libby Settlement (.1); telephone conference R. Higgins re: Libby settlement (.1).	Krieger, A.	0.2
02/06/2012	T/c K. Pasquale re: t/c with Rosenberg re: appeal (.2); t/c K. Pasquale re: effective date (.1).	Kruger, L.	0.3
02/07/2012	Exchanged memoranda with Debtors' counsel re: Libby settlement and rescheduled call to discuss (.2); review settlement agreement (.6); conference call with Debtors' counsel Libby Claimants' settlement with Grace and other related matters (.7); memoranda to L. Kruger, K. Pasquale re: settlement status, other matters (.9).	Krieger, A.	2.4
02/07/2012	Review A. Krieger memo re: Grace settlements (.2); review Capstone PPI analysis (.3).	Kruger, L.	0.5
02/07/2012	Review Capstone analysis re: PPI.	Pasquale, K.	0.5
02/13/2012	Attend to pleadings filed in District Court.	Krieger, A.	0.7
02/14/2012	Review memo to Committee re: Libby and other settlements of objectors (.3); review pleadings filed by parties to amend confirmation order (.3).	Kruger, L.	0.6
02/14/2012	Review various motions/pleadings filed by parties to amend/reconsider confirmation order and review draft memo to Committee re: same.	Pasquale, K.	2.3

STROOCK

DATE	DESCRIPTION	NAME	HOURS
02/15/2012	Attend to appeal filed by Bank Lender Group.	Krieger, A.	0.1
02/16/2012	Attend to BNSF's proposed order granting extension of time to appeal.	Krieger, A.	0.1
02/21/2012	O/c DM and attend to District Court docket entry.	Krieger, A.	0.1
02/22/2012	Attend to Plan Proponents' reply brief to Garlock motion for reargument.	Krieger, A.	0.1
02/22/2012	Review recent pleadings/responses re: confirmation reconsideration.	Pasquale, K.	1.2
02/23/2012	Attend to Appellees' brief in opposition to Garlock's motion for reargument.	Krieger, A.	0.4
02/28/2012	Review Garlock stay motion.	Kruger, L.	0.2
02/28/2012	Review Garlock's stay motion.	Pasquale, K.	0.5
02/29/2012	Attend to Garlock's stay motion, other appellate filings, and Third Circuit docket.	Krieger, A.	1.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	9.4	\$ 725	\$ 6,815.00
Kruger, Lewis	1.8	1,025	1,845.00
Pasquale, Kenneth	4.5	920	4,140.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 12,800.00
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TOTAL FOR THIS MATTER	\$ 12,800.00
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STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
02/27/2012	Review pleadings for and attend hearing re: objection to NY Hillside claim, confirmation status (.6); memorandum to LK, KP re: same (.4).	Krieger, A.	1.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.0	\$ 725	\$ 725.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 725.00
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TOTAL FOR THIS MATTER	\$ 725.00
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STROOCK

RE	Relief from Stay Proceedings 699843 0041
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DATE	DESCRIPTION	NAME	HOURS
02/14/2012	Attend to Grace's statement renewing request to amend PWC's retention guidelines.	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.1	\$ 725	\$ 72.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 72.50
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TOTAL FOR THIS MATTER	\$ 72.50
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 62,628.00
TOTAL DISBURSEMENTS/CHARGES	\$ 220.71
TOTAL BILL	\$ 62,848.71

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

EXHIBIT B

WR GRACE & CO
SUMMARY OF FEES
FEBRUARY 1, 2012 - FEBRUARY 29, 2012

	Hours	Rate	Amount
Partners			
Kruger, Lewis	5.0	\$1,025	\$ 5,125.00
Pasquale, Kenneth	11.4	920	10,488.00
Associates			
Krieger, Arlene G.	57.7	725	41,832.50
Paraprofessionals			
Magzamen, Michael	0.3	335	100.50
Mohamed, David	24.2	210	5,082.00
Total	98.6		\$ 62,628.00

EXHIBIT C

WR GRACE & CO
DISBURSEMENT SUMMARY
FEBRUARY 1, 2012 - FEBRUARY 29, 2012

Outside Messenger Service	\$ 193.64
Long Distance Telephone	25.07
Duplicating Costs-in House	2.00
TOTAL	\$ 220.71

STROOCK

DISBURSEMENT REGISTER

DATE	March 7, 2012
INVOICE NO.	558954
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR EXPENSES INCURRED in the captioned matter for the period through February 29, 2012, including:

DATE	DESCRIPTION	AMOUNT
Outside Messenger Service		
02/04/2012	VENDOR: UPS; INVOICE#: 000010X827052; DATE: 2/4/2012 D. Mohamed to Bobbi Ruhlander, Dallas TX on 01/30/2012	11.27
02/04/2012	VENDOR: UPS; INVOICE#: 000010X827052; DATE: 2/4/2012 D. Mohamed to David B. Siegal Columbia MD on 01/30/2012	7.95
02/04/2012	VENDOR: UPS; INVOICE#: 000010X827052; DATE: 2/4/2012 D. Mohamed to D. Klauder Esq. Wilmington DE 01/30/2012	7.95
02/04/2012	VENDOR: UPS; INVOICE#: 000010X827052; DATE: 2/4/2012 D. Mohamed to Dawn S. Marra Wilimington DE on 01/30/2012	7.95
02/11/2012	VENDOR: UPS; INVOICE#: 000010X827062; DATE: 2/11/2012 D. Mohamed to Dave Klauder, Esq. Wilmington DE on 02/03/2012	7.95
02/11/2012	VENDOR: UPS; INVOICE#: 000010X827062; DATE: 2/11/2012 D. Mohamed to Bobbi Ruhlander, Esq. Dallas TX on 02/03/2012	11.27
02/11/2012	VENDOR: UPS; INVOICE#: 000010X827062; DATE: 2/11/2012 D. Mohamed to Dawn S. Marra Wilmington DE on 02/03/2012	7.95
02/11/2012	VENDOR: UPS; INVOICE#: 000010X827062; DATE: 2/11/2012 D. Mohamed to David B. Siegal Columbia MD on 02/03/2012	7.95
02/11/2012	VENDOR: UPS; INVOICE#: 000010X827062; DATE: 2/11/2012 D. Mohamed to David B. Siegal Columbia MD on 02/09/2012	7.88
02/11/2012	VENDOR: UPS; INVOICE#: 000010X827062; DATE: 2/11/2012 D. Mohamed to Dawn S. Marra Wilmington DE on 02/09/2012	7.88

STROOCK

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DATE	DESCRIPTION	AMOUNT
02/11/2012	VENDOR: UPS; INVOICE#: 000010X827062; DATE: 2/11/2012 D. Mohamed to Bobbi Ruhlander Esq. Dallas TX on 02/09/2012	11.17
02/11/2012	VENDOR: UPS; INVOICE#: 000010X827062; DATE: 2/11/2012 D. Mohamed to Dave Klauder, Esq. Wilmington DE on 02/09/2012	7.88
02/18/2012	VENDOR: UPS; INVOICE#: 000010X827072; DATE: 2/18/2012 D. Mohamed to Dawn S. Marra WILMINGTON DE on 02/16/2012	11.81
02/18/2012	VENDOR: UPS; INVOICE#: 000010X827072; DATE: 2/18/2012 D. Mohamed to B. Ruhlander, Esq. DALLAS TX on 02/16/2012	18.35
02/18/2012	VENDOR: UPS; INVOICE#: 000010X827072; DATE: 2/18/2012 D. Mohamed to D. Klauder, Esq. WILMINGTON DE on 02/16/2012	11.81
02/18/2012	VENDOR: UPS; INVOICE#: 000010X827072; DATE: 2/18/2012 D. Mohamed to D. Siegal COLUMBIA MD on 02/16/2012	11.81
02/25/2012	VENDOR: UPS; INVOICE#: 000010X827082; DATE: 2/25/2012 D. Mohamed to D. Klauder, Esq. WILMINGTON DE on 02/23/2012	7.88
02/25/2012	VENDOR: UPS; INVOICE#: 000010X827082; DATE: 2/25/2012 D. Mohamed to D. Siegal COLUMBIA MD on 02/23/2012	7.88
02/25/2012	VENDOR: UPS; INVOICE#: 000010X827082; DATE: 2/25/2012 D. Mohamed to Bobbi Ruhlander, Esq. DALLAS TX on 02/23/2012	11.17
02/25/2012	VENDOR: UPS; INVOICE#: 000010X827082; DATE: 2/25/2012 D. Mohamed to Dawn S. Marra WILMINGTON DE on 02/23/2012	7.88
Outside Messenger Service Total		193.64
Long Distance Telephone		
02/02/2012	EXTN.795544, TEL.2015877144, S.T.15:38, DUR.00:37:13	10.56
02/05/2012	VENDOR: Soundpath Legal Conferencing; INVOICE#: 2128065400-020512; DATE: 2/5/2012 - Teleconference 02-01-2012	11.17
02/06/2012	EXTN.795544, TEL.3128364047, S.T.15:45, DUR.00:02:44	0.83
02/08/2012	EXTN.795544, TEL.2015877123, S.T.17:13, DUR.00:01:40	0.56
02/09/2012	EXTN.795544, TEL.2015877144, S.T.09:50, DUR.00:00:53	0.28

STROOCK

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DATE	DESCRIPTION	AMOUNT
02/16/2012	EXTN.795475, TEL.3026574923, S.T.11:31, DUR.00:05:05	1.67
Long Distance Telephone Total		25.07
Duplicating Costs-in House		
01/18/2012		1.80
02/16/2012		0.20
Duplicating Costs-in House Total		2.00

 BILL DISBURSEMENT SUMMARY

Outside Messenger Service	\$ 193.64
Long Distance Telephone	25.07
Duplicating Costs-in House	2.00

TOTAL DISBURSEMENTS/CHARGES	\$ 220.71
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
 Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.